

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
155 North Wacker Drive  
Chicago, Illinois 60606  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., et al.,  
Reorganized Debtors

DPH Holdings Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

DPH Holdings Legal Information Website:  
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-15  
GENERAL CORPORATE ADVICE  
455.80 HOURS

**TIME SUMMARY - - ALL MATTERS**  
**DELPHI CORPORATION (DIP): through October 31, 2007**

Delphi Corporation (DIP)  
General Corporate Advice

Bill Date: 11/30/07  
Bill Number: 1186564

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/08/07	0.30	FOLLOW-UP ON FOURTH QUARTER 2007 AND FIRST QUARTER 2008 BOARD SCHEDULE WITH M. LOEB AT COMPANY (0.1); CONFERENCE WITH D. SHERBIN AND FOLLOW-UP ON DIRECTOR DEFERRED COMPENSATION MATTER (0.2).
BUTLER, JR. J	10/13/07	0.40	EMAILS TO/FROM AND TELECONFERENCES WITH J. SHEEHAN AND S. CORCORAN RE BOARD OF DIRECTORS UPDATE (0.4).
BUTLER, JR. J	10/14/07	0.30	EMAILS TO/FROM J. SHEEHAN RE BOARD OF DIRECTORS UPDATE (0.3).
BUTLER, JR. J	10/15/07	3.40	PREPARE FOR OCTOBER 16TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF COMPANY PRESENTATION MATERIALS (0.4) AND REVIEW AND REVISION OF JOINT STATUTORY COMMITTEE PRESENTATION MATERIALS (2.8); EMAILS FROM/TO J. SHEEHAN RE SAME (0.2).
BUTLER, JR. J	10/16/07	2.70	PREPARE FOR (0.4) AND ATTEND (2.3) BOARD OF DIRECTORS TELECONFERENCE MEETING.
BUTLER, JR. J	10/18/07	1.10	REVIEW AND COMMENT ON BOARD OF DIRECTORS UPDATE (0.3); REVIEW AND COMMENT ON MEDIA STATEMENT AND RELATED COMMUNICATIONS MATTERS (0.4); EMAILS FROM/TO AND TELECONFERENCES WITH K. HEALY, D. BODKIN, J. SHEEHAN, S. CORCORAN AND M. LOEB RE SAME (0.4).
BUTLER, JR. J	10/21/07	0.40	PREPARE FOR OCTOBER 24TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING EMAILS FROM/TO J. SHEEHAN AND D. SHERBIN (0.4).
BUTLER, JR. J	10/22/07	1.30	PREPARE FOR OCTOBER 24TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING CONFERENCE AT COMPANY IN TROY WITH J. SHEEHAN AND D. SHERBIN RE: PREPARATION (0.3) AND REVIEW MATERIALS FROM D. BARTNER (0.1); OUTLINE PRESENTATION PREPARATION (0.3); REVIEW AND COMMENT ON PRESENTATION MATERIALS (0.4); EMAILS FROM R. O'NEAL, J. SHEEHAN AND M. LOEB RE: SAME (0.2).
BUTLER, JR. J	10/23/07	0.60	PREPARE FOR OCTOBER 24TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	10/24/07	1.90	PREPARE FOR (0.3) AND PARTICIPATE IN (1.6) BOARD OF DIRECTORS TELECONFERENCE MEETING.

BUTLER, JR. J	10/26/07	1.10	PREPARE FOR OCTOBER 29TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING REVIEW AND FINALIZE PRESENTATION MATERIALS (0.8); EMAILS FROM/TO M. LOEB AND J. SHEEHAN RE: DRAFT AGENDA (0.3).
BUTLER, JR. J	10/27/07	0.40	PREPARE FOR OCTOBER 29TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS (0.4).
BUTLER, JR. J	10/28/07	1.20	CONTINUE TO PREPARE FOR OCTOBER 29TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS AND PREPARE SUPPLEMENTAL MATERIALS FOR BOARD OF DIRECTORS (1.2).
BUTLER, JR. J	10/29/07	2.10	PREPARE FOR (0.8) (INCLUDING MEETING AT COMPANY WITH R. O'NEAL, M. WEBER, J. SHEEHAN, D. SHERBIN AND K. BUTLER) AND ATTEND (1.3) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	10/30/07	2.90	OVERNIGHT WORK TO REVIEW AND REVISE PRESS RELEASE AND RELATED COMMUNICATIONS (1.6); FOLLOW-UP TELECONFERENCES WITH AND MEETINGS AT COMPANY WITH J. SHEEHAN AND L. WILLIAMS RE: SAME (0.8); REVIEW AND COMMENT ON BOARD OF DIRECTORS UPDATE (0.2); REVIEW AND CONSIDER FORM 8-K MATTERS AT COMPANY IN TROY (0.3).
BUTLER, JR. J	10/31/07	0.60	FOLLOW-UP ON 8-K AND 13-D MATTERS (0.4); REVIEW AMENDMENTS (0.2).
		<b>20.70</b>	
COCHRAN EL	10/16/07	2.00	PARTICIPATE IN BOARD MEETING (2.0).
COCHRAN EL	10/28/07	1.90	PREPARE FOR BOARD MEETING (1.9).
COCHRAN EL	10/29/07	2.10	PARTICIPATE IN BOARD MEETING (2.1).
		<b>6.00</b>	
MARAFIOTI KA	10/08/07	2.90	CORRESPONDENCE RE: 10Q (0.1); REVIEW AND REVISE THIRD QUARTER 10Q (2.8).
MARAFIOTI KA	10/09/07	0.40	FURTHER REVISIONS TO 10Q (0.4).
MARAFIOTI KA	10/22/07	2.20	REVIEW AND REVISE THIRD QUARTER 10Q (2.2).
MARAFIOTI KA	10/23/07	2.10	CONTINUE REVIEW OF THIRD QUARTER 10Q (2.1).
MARAFIOTI KA	10/29/07	1.60	CONTINUE TO WORK ON THIRD QUARTER 10Q (1.6).
MARAFIOTI KA	10/31/07	0.50	CONTINUE REVISIONS TO THIRD QUARTER 10Q (0.5).
		<b>9.70</b>	

<b>Total Partner</b>		<b>36.40</b>	
MATZ TJ	10/23/07	0.80	REVIEW AND COMMENT ON DRAFT 10Q (0.8).
MATZ TJ	10/29/07	0.70	COMMENT ON DRAFT 10Q (0.7).
MATZ TJ	10/30/07	0.60	CONTINUE TO REVIEW AND COMMENT ON 10-Q (0.6).
		<b>2.10</b>	
<b>Total Counsel</b>		<b>2.10</b>	
ARKUSS B	10/16/07	0.40	REVIEW BOARD RESOLUTIONS (0.4).
ARKUSS B	10/17/07	2.00	DRAFTING PROPOSED BOARD RESOLUTION FOR AMENDMENT TO THE EPCA (2.0).
ARKUSS B	10/22/07	0.60	DRAFTING/REVISING BOARD RESOLUTIONS (0.6).
ARKUSS B	10/23/07	1.30	DRAFTING/REVISING BOARD RESOLUTIONS (1.3).
		<b>4.30</b>	
GANITSKY DI	10/01/07	0.70	MATTERS RE: PBGC FUNDING WAIVER AND RELATED RESEARCH (0.3); REVIEW 13D FILING AND RELATED REVIEW OF PREVIOUS FILINGS (0.4).
GANITSKY DI	10/02/07	0.70	MATTERS RE: 10-Q (0.7).
GANITSKY DI	10/03/07	1.10	REVIEW MATTERS RE: TIMING OF FILING AT REQUEST OF A. KULOKOWSKI (0.7); REVIEW DRAFT 8-K (0.4).
GANITSKY DI	10/07/07	0.80	REVIEW AND COMMENT ON RSU MEMO AND CORRESPONDENCE RE: SAME (0.8).
GANITSKY DI	10/09/07	0.70	REVIEW 10-Q (0.7).
GANITSKY DI	10/13/07	1.60	REVIEW 10-Q (1.6).
GANITSKY DI	10/17/07	0.60	WORK ON MATTERS RE: RESOLUTIONS AND 8-KS (0.6).
GANITSKY DI	10/22/07	1.30	REVIEW AND COMMENT ON 10-Q (1.3).
GANITSKY DI	10/26/07	0.60	MATTERS RE: RESOLUTIONS AND RELATED POINTS AND TELECONFERENCE WITH M. LOEB (0.6).
GANITSKY DI	10/27/07	0.40	MATTER RE: 10-Q REVIEW (0.4).
GANITSKY DI	10/30/07	4.10	REVIEW AND COMMENT ON 10-Q AS WELL AS COORDINATION OF SKADDEN COMMENTS (4.1).
GANITSKY DI	10/31/07	3.90	WORK ON 10-Q MARK UP AND RELATED FOLLOW UPS (3.5); MATTERS RE: 8-K (0.4).
		<b>16.50</b>	
GRANT K	10/16/07	2.40	DRAFT BOARD RESOLUTIONS FOR AMENDED PLAN AND DISCLOSURE STATEMENT, AMENDED EPCA AND AMENDED GM AGREEMENTS (2.4).

GRANT K	10/25/07	0.80	REVISE BOARD RESOLUTIONS FOR FIRST AMENDED PLAN AND DISCLOSURE STATEMENT (0.2); REVISE BOARD RESOLUTIONS FOR AMENDED PLAN, DISCLOSURE STATEMENT, AND GM AGREEMENTS (0.6).
GRANT K	10/26/07	1.50	DRAFT BOARD MEMORANDUM FOR MONDAY MEETING (1.5).
		4.70	
HALPER A	10/02/07	1.90	REVIEW AND DISSEMINATE FORM 10-Q (1.9).
HALPER A	10/08/07	6.60	REVIEW FORM 10-Q (6.6).
HALPER A	10/09/07	1.50	REVIEW, REVISE AND DISCUSS 10-Q CHANGES (1.5).
HALPER A	10/14/07	1.00	REVIEW 10-Q (1.0).
HALPER A	10/16/07	6.10	REVIEW AND CREATE LIST OF FORM 8-KS, BOARD RESOLUTIONS THAT MAY BE REQUIRED IN CONNECTION WITH REVISED TRANSACTION, LOCATE AND COORDINATE REVIEW OF PRIOR BOARD MINUTES TO ENSURE CONFORMITY WITH FUTURE MINUTES (5.1), REVIEW FORM 10-Q PRIOR TO SENDING TO DELPHI (1.0).
HALPER A	10/17/07	7.00	PREPARE FOR AND PARTICIPATE IN CALL WITH WORKING GROUP RE: SECURITIES LAW ISSUES (2.7); REVIEW AND REVISE LIST OF REQUIRED BOARD RESOLUTIONS AND FORM 8-KS, (2.2); REVIEW RESOLUTIONS (2.1).
HALPER A	10/18/07	2.80	PREPARE AND REVIEW AND REVISE LIST OF RESOLUTIONS AND FORMS 8-K (2.8).
HALPER A	10/19/07	1.80	REVIEW AND ASSIST IN REVISING BOARD RESOLUTIONS (1.8).
HALPER A	10/22/07	1.40	REVIEW AND DISTRIBUTE FORM 10-Q (1.4).
HALPER A	10/23/07	0.70	DISCUSS AND REVIEW BOARD RESOLUTIONS AND RIGHTS PLAN AMENDMENTS (0.7).
HALPER A	10/24/07	3.20	REVIEW AND REVISE BOARD RESOLUTIONS (3.2), REVIEW DELPHI ISSUE RELATING TO RESTRICTED STOCK UNITS AND TRADING WINDOWS (2.7); CREATE CO-INVESTOR NDA (1.7); DRAFT POR EPCA PARAGRAPHS (1.7); ASSIST IN AND PARTICIPATE IN MEETINGS WITH WHITE AND CASE, DELPHI AND SKADDEN (2.2); REVIEW AND REVISE DISCLOSURE LETTER AND SPEAK WITH J. SHEEHAN AND S. CORCORAN RE: PROPOSED CHANGES (1.8).
HALPER A	10/25/07	2.80	REVIEW AND REVISE BOARD RESOLUTIONS AND AMENDMENT TO RIGHTS AGREEMENT (2.8).
HALPER A	10/26/07	2.80	REVIEW AND REVISE BOARD RESOLUTIONS RELATING TO OCTOBER 29, 2007 MEETING AND RELATED RIGHTS (2.8).
HALPER A	10/28/07	3.80	REVIEW 10-Q IN CONNECTION WITH REVISED TRANSACTION AND DISCUSS WITH B. ARKUSS AND S. CORCORAN (3.8).

HALPER A	10/30/07	7.10	ASSIST IN REVIEWING AND DISSEMINATING COMMENTS RE: MOR AND FORM 10-Q (7.1).
HALPER A	10/31/07	5.60	REVIEW AND REVISE FORM 10-Q AND PROVIDE SUPPLEMENTAL RESPONSES AND COORDINATE COMMENTS (5.6).

**56.10**

HARDIN AS	10/09/07	1.80	REVIEW AND REVISE DRAFT QUARTERLY SEC FILING (1.1); WORKING GROUP EMAIL EXCHANGE RE: SAME (0.7).
HARDIN AS	10/14/07	4.20	REVIEW AND REVISE QUARTERLY REGULATORY FILING (4.2).
HARDIN AS	10/29/07	2.20	REVIEW AND REVISE QUARTERLY SEC FILING (2.2).
HARDIN AS	10/31/07	3.50	REVIEW AND REVISE QUARTERLY SEC FILING (3.5).

**11.70**

KAHN-MT	10/15/07	1.00	DRAFT PENSION FUNDING WAIVER SECTION OF 10-Q (1.0).
KAHN-MT	10/16/07	0.40	REVISE PENSION FUNDING WAIVER SECTION OF 10-Q (0.4).
KAHN-MT	10/31/07	0.40	REVISE PENSION PORTION OF 10-Q (0.4).
		<b>1.80</b>	

STUART NL	10/30/07	4.40	MOR AND 10Q DRAFTING (3.1); REVIEW 8K MATERIALS (1.3).
-----------	----------	------	--

**4.40**

SUBER KM	10/02/07	0.30	BEGIN TO REVIEW OF DELPHI 3-Q 10-Q (0.3).
SUBER KM	10/03/07	1.70	REVIEW 10-Q (1.0); FURTHER REVIEW OF 10-Q (0.7).
SUBER KM	10/04/07	1.80	REVIEW 10-Q (0.3); FURTHER REVIEW OF 10-Q (1.0); FURTHER REVIEW OF 10-Q (0.5).
SUBER KM	10/05/07	3.00	REVIEW AND REVISE THE 3Q 2007 10-Q (3.0).
SUBER KM	10/08/07	2.60	CONFIRM INTERNAL REVIEW DISTRIBUTION LIST FOR 10-Q (0.4); DISTRIBUTE TO INTERNAL REVIEW TEAM (0.3); REVIEW CORRESPONDENCE AND COMMENTS RE: 10-Q (1.9).
SUBER KM	10/09/07	1.30	CONFER WITH R. KOHUT RE: LABOR COMMENTS TO THE 10-Q (0.1); REVIEW AND INCORPORATE COMMENTS FROM DELPHI TEAM MEMBERS RE: 10-Q (0.8); CONFER WITH DELPHI TEAM MEMBERS RE: FOLLOW-UP TO 10-Q DISCLOSURE ITEMS (0.4).

SUBER KM	10/10/07	2.20	REVIEW MATERIALS IN CONNECTION WITH DISCLOSURE ITEMS CONTAINED IN THE 10-Q (2.0); REVIEW COMMENTS RE: 10-Q (0.2).
SUBER KM	10/11/07	0.20	REVIEW CORRESPONDENCE IN CONNECTION WITH THE 10-Q (0.2).
SUBER KM	10/15/07	7.10	REVIEW AND REVISE DELPHI 10-Q BASED ON COMMENTS FROM DELPHI TEAM MEMBERS (5.3); CONFER WITH DELPHI TEAM MEMBERS RE: 10-Q (1.3); SUMMARIZE OUTSTANDING ISSUES IN CONNECTION WITH 10-Q DISCLOSURE ITEMS (0.5).
SUBER KM	10/16/07	1.80	REVIEW 10-Q (1.8).
SUBER KM	10/22/07	4.70	REVISE DISTRIBUTION LIST FOR INTERNAL SASM&F, 10-Q REVIEW TEAM (0.7); DISTRIBUTE REVISED 10-Q DRAFT TO SASM&F REVIEW TEAM (0.2); REVIEW COMMENTS RE: WTC DISCUSSION IN THE 10-Q AND REVISED ACCORDINGLY (1.2); REVISE 10-Q BASED ON COMMENTS FROM DELPHI TEAM (2.6).
SUBER KM	10/23/07	6.30	INCORPORATE COMMENTS FROM THE DELPHI TEAM INTO THE 10-Q (6.3).
SUBER KM	10/25/07	1.00	ADDRESS QUESTIONS IN CONNECTION WITH THE 10-Q (1.0).
SUBER KM	10/27/07	0.30	REVIEW REVISED 10-Q AND DISTRIBUTED THE SAME TO THE DELPHI CHAPTER 11 TEAM FOR FURTHER REVIEW (0.3).
SUBER KM	10/29/07	7.30	REVIEW AND REVISE THE 3Q 10-Q BASED ON COMMENTS FROM DELPHI TEAM MEMBERS (7.3).
		<b>41.60</b>	
<b>Total Associate</b>		<b>141.10</b>	
<b>TOTAL TIME</b>		<b><u>179.60</u></b>	

Delphi Corporation (DIP)  
General Corporate Advice

Bill Date: 11/30/07  
Bill Number: 1186564

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	10/09/07	Copy Center, D	0.40
In-house Reproduction	10/12/07	Copy Center, D	18.69
In-house Reproduction	10/26/07	Copy Center, D	0.30
In-house Reproduction	10/30/07	Copy Center, D	8.44
In-house Reproduction	10/30/07	Copy Center, D	36.17
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$64.00</b>
Air/Rail Travel (external)	10/28/07	Butler, Jr. J	159.00
		<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>	<b>\$159.00</b>
Out-of-Town Travel	10/28/07	Butler, Jr. J	21.31
Out-of-Town Travel	10/28/07	Butler, Jr. J	143.93
Out-of-Town Travel	10/28/07	Butler, Jr. J	10.32
Out-of-Town Travel	10/28/07	Butler, Jr. J	66.44
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$242.00</b>
Out-of-Town Meals	10/28/07	Butler, Jr. J	9.00
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$9.00</b>
CD Creation	10/03/07	Legal Technology, D	76.00
		<b>TOTAL CD CREATION</b>	<b>\$76.00</b>
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	116.44
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	122.44
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	104.19
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	115.80
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	158.53
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	105.64
Print Images to Paper (from Electronic Media)	10/04/07	Lake DV	103.96



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL PRINT IMAGES TO PAPER (FROM ELECTRONIC MEDIA)	\$827.00
CLR/Disclosure	10/01/07	Global Securities	55.00
		TOTAL CLR/DISCLOSURE	\$55.00
		TOTAL MATTER	\$1,432.00

Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 01/10/08  
Bill Number: 1206100

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	11/07/07	1.10	REVIEW OF 10-Q (1.1).
		1.10	
BUTLER, JR. J	11/02/07	0.70	BEGIN TO PREPARE FOR NOVEMBER 5TH BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK INCLUDING REVIEW OF DRAFT PRESENTATION MATERIALS (0.7).
BUTLER, JR. J	11/04/07	2.20	CONTINUE TO PREPARE FOR NOVEMBER 5TH BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (0.8); DRAFT PRESS RELEASE AND CONSIDER VARIOUS DISCLOSURE ISSUES (0.6); NUMEROUS EMAILS FROM/TO S. CORCORAN, J. HEALY, J. SHEEHAN, D. SHERBIN AND L. WILLIAMS RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.2); REVIEW AND COMMENT ON DRAFT BOARD NOTICE RE: UPDATE (0.3).
BUTLER, JR. J	11/05/07	4.10	PREPARE FOR (2.6) INCLUDING PREP MEETING WITH J. SHEEHAN AND D. RESNICK IN NEW YORK AND FINALIZATION OF PRESENTATION MATERIALS AND PARTICIPATE IN (1.2) BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK; REVIEW FORM 10-Q MATTERS WITH J. SHEEHAN IN NEW YORK (0.3).
BUTLER, JR. J	11/06/07	0.20	FOLLOW-UP ON BOARD MATTERS INCLUDING EMAILS FROM/TO D. BARTNER (0.2).
BUTLER, JR. J	11/07/07	0.20	FOLLOW-UP ON NOVEMBER 13TH BOARD OF DIRECTORS TELECONFERENCE MEETING TO RESCHEDULE FOR NOVEMBER 16TH AND CONSIDER PRESENTATION MATERIALS (0.2).
BUTLER, JR. J	11/08/07	0.40	REVIEW AND COMMENT ON DRAFT PRESS RELEASE (0.4).
BUTLER, JR. J	11/11/07	0.90	REVIEW AND REVISE BOARD UPDATE (0.4); EMAILS FROM/TO J. SHEEHAN RE: SAME (0.2); OUTLINE AND PREPARE FOR NOVEMBER 13TH AND 16TH BOARD OF DIRECTORS MEETING (0.3).
BUTLER, JR. J	11/12/07	1.20	PREPARE FOR NOVEMBER 13TH BOARD OF DIRECTORS TELECONFERENCE MEETING WITH J. SHEEHAN ET. AL. AT COMPANY IN TROY (0.4); DRAFT INITIAL NOVEMBER 13TH PRESS RELEASE (0.8).

BUTLER, JR. J	11/13/07	5.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) SENIOR MANAGEMENT MEETING WITH S. MILLER, R. O'NEAL, J. SHEEHAN, D. SHERBIN ET AL. TO PREPARE FOR BOARD OF DIRECTORS MEETING; PREPARE FOR (0.4) AND ATTEND (1.4) BOARD OF DIRECTORS TELECONFERENCE MEETING; REVIEW AND FINALIZE DRAFT PRESS RELEASE (1.8); TELECONFERENCE WITH DELPHI WORKING GROUP RE: SAME (0.4); SEVERAL TELECONFERENCES WITH B. SHAW RE: SAME (0.2, 0.3).
BUTLER, JR. J	11/15/07	2.80	PREPARE FOR NOVEMBER 16TH BOARD OF DIRECTORS MEETING INCLUDING REVIEW AND FINALIZE PRESENTATION MATERIALS (2.8).
BUTLER, JR. J	11/16/07	0.90	PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) BOARD OF DIRECTORS TELECONFERENCE MEETING.
BUTLER, JR. J	11/20/07	0.20	EMAILS FROM D. SHERBIN AND J. SHEEHAN RE BOARD OF DIRECTORS MATTERS AND FOLLOW-UP ON SAME (0.2).
		<b>19.20</b>	
COCHRAN EL	11/05/07	4.20	PREPARE FOR BOARD MEETING (2.5); PARTICIPATE IN BOARD MEETING (1.7).
COCHRAN EL	11/06/07	0.80	REVIEW DISCLOSURE ISSUES (0.8).
COCHRAN EL	11/07/07	0.50	REVIEW DISCLOSURE ISSUES (0.5).
COCHRAN EL	11/08/07	0.90	REVIEW ISSUES RELATING TO DISCLOSURE (0.9).
COCHRAN EL	11/12/07	2.10	REVIEW BOARD MATERIAL (2.1).
COCHRAN EL	11/13/07	1.50	PARTICIPATE IN BOARD MEETING (1.5).
COCHRAN EL	11/15/07	0.70	PREPARE FOR BOARD MEETING (0.7).
COCHRAN EL	11/16/07	1.20	PARTICIPATE IN BOARD MEETING (1.2).
COCHRAN EL	11/28/07	0.70	PARTICIPATED IN BOARD MEETING (0.7).
		<b>12.60</b>	
MARAFIOTI KA	11/01/07	1.20	REVIEW OF 10Q (1.2).
MARAFIOTI KA	11/04/07	1.10	REVIEW REVISIONS TO 10Q AND FURTHER REVISE (1.1).
MARAFIOTI KA	11/05/07	1.30	MEETING WITH J. SHEEHAN RE: 10Q ISSUES (0.3); CORRESPONDENCE WITH M. LOEB RE: SAME (0.2); FINAL REVIEW OF 10Q (0.6); TELECONFERENCE WITH L. WILLIAMS RE: PRESS INQUIRIES (0.1); REVIEW PRESS RELEASE (0.1).
		<b>3.60</b>	
<b>Total Partner</b>		<b>36.50</b>	
GASAWAY M	11/14/07	2.70	COORDINATE ON FD 8K FILING AND PREPARE FORM 8K (2.7).

GASAWAY M	11/15/07	4.00	EMAIL EXCHANGE WITH M. LOEB RE: 8K (0.6); FOLLOW UP RE: BLACK BOX/REG D AMENDMENTS AND DRAFT EMAIL RE: SAME (1.2); FOLLOW UP ON RELATED MATTERS (1.5); REVIEW 8K FILING (0.7).
-----------	----------	------	--

6.70

**Total Counsel**

6.70

BOLTON IS	11/07/07	2.20	REVIEW AND REVISE RE: KEY MESSAGES SUMMARY (1.2); CORRESPONDENCE WITH WORKING GROUP RE: SAME (1.0).
-----------	----------	------	---

2.20

<del>FERN BM</del>	<del>11/07/07</del>	<del>1.30</del>	<del>REVIEW AND FORMULATE STRATEGY RE: DELPHI KEY ISSUES BRIEF (0.5); REVIEW AND COMMENT ON CHANGES TO KEY MESSAGE BRIEF (0.8).</del>
--------------------	---------------------	-----------------	---

~~1.30~~

GANITSKY DI	11/01/07	2.10	WORK ON COMMENTS TO 10-Q AND RELATED MATTERS (2.1).
-------------	----------	------	---

GANITSKY DI	11/02/07	0.40	MATTERS RE: 10-Q AND CIRCLE DRAFT INCLUDING INTERNAL CALLS (0.4).
-------------	----------	------	---

GANITSKY DI	11/05/07	10.10	WORK ON MARK UP OF 10-Q PRIOR TO RECENT DEVELOPMENTS (1.6); DRAFT RIDERS AND DISCUSSIONS RE: ITEMS TO BE ADDED TO 10-Q AS A RESULT OF RECENT DEVELOPMENTS, INCLUDING DISCUSSIONS WITH CLIENT AS WELL AS REVISIONS TO RIDERS BASED ON COMMENTS AND VARIOUS DISCUSSIONS WITH A. KULOKOWSKI AND M. LOEB (6.1); REVIEW FILED 13DS (0.6); REVIEW AGREEMENTS AMONG INITIAL INVESTORS AND RELATED DISCUSSIONS (1.8).
-------------	----------	-------	---

GANITSKY DI	11/06/07	0.80	MATTERS RE: 10-Q AND RELATED REVIEW OF LAST CHANGES (0.5); REVIEW KEY MESSAGES (0.3).
-------------	----------	------	---

GANITSKY DI	11/08/07	0.40	REVIEW GM 10-Q RE: DISCLOSURE RE: DELPHI (0.4).
-------------	----------	------	---

GANITSKY DI	11/19/07	0.70	REVIEW FEDERAL SECURITIES LAWS (0.7).
-------------	----------	------	---------------------------------------

GANITSKY DI	11/20/07	0.30	DISCUSS MATTERS RE: PERIODIC FILINGS (0.3).
-------------	----------	------	---

GANITSKY DI	11/21/07	0.30	REVIEW 8-K (0.3).
-------------	----------	------	-------------------

15.10

HALPER A	11/01/07	5.20	REVIEW FORM 10-Q AND COORDINATE COMMENTS; RESPOND TO COMMENTS FOR FOLLOW-UP PROVIDED BY M. LOEB AND A. KULIKOWSKI (5.2).
----------	----------	------	--

HALPER A	11/02/07	4.60	REVIEW, REVISE AND COORDINATE COMMENTS FOR FORM 10-Q (AND RELATED ISSUES ON CIRCLE DRAFT), SPEAK TO VARIOUS SKADDEN PERSONS AND A. KULIKOWSKI TO SOLVE ISSUES (4.6).
HALPER A	11/03/07	2.30	REVIEW PRECEDENT AND REVISE RIGHTS AGREEMENT (0.9); REVIEW REVISED FORM 10-Q (1.4).
HALPER A	11/05/07	9.00	REVIEW AND COORDINATE SKADDEN COMMENTS ON FORM 10-Q (6.5); ASSIST IN MEETINGS WITH J. SHEEHAN, ROTHCHILDS AND SKADDEN TEAM RE: FUTURE OF DEAL STATUS, AND ASSIST IN PREPARING PRESENTATIONS IN CONNECTION WITH BOD MEETINGS (2.5).
HALPER A	11/06/07	0.90	REVIEW BOARD RESOLUTIONS (0.3); REVIEW AND DISTRIBUTE KEY MESSAGES BRIEF FOR REVIEW (0.6).
HALPER A	11/07/07	3.10	REVIEW PRIOR BOARD MINUTES AND CREATE A RELATED MARKUP (0.9); REVIEW 13DS FILED OVER THE PRIOR TWO DAYS (0.9); REVIEW KEY MESSAGES BRIEF AND DISSEMINATE FOR COMMENTS (1.3).
HALPER A	11/11/07	7.00	DISTRIBUTE AND DISCUSS ISSUES ON KEY MESSAGES (0.8); PREPARE GM AND EPCA BOARD RESOLUTIONS AS WELL AS REVISED RIGHTS AGREEMENT (2.7); ENGAGE IN TELECONFERENCES WITH ALL SIDES ON THESE ISSUES (3.5).
HALPER A	11/12/07	1.70	REVIEW AND REVISE RATING AGENCY PRESENTATION (0.4); COORDINATE AGGREGATION OF SKADDEN MATERIALS, AND DISSEMINATION OF BOARD MATERIALS TO CERTAIN DIRECTORS (1.3).
HALPER A	11/13/07	1.40	PREPARE FOR BOARD MEETING, INCLUDING CREATING ISSUES LISTS, REVIEW PRIOR DOCUMENTS AND RESOLUTIONS (1.4).
HALPER A	11/15/07	1.30	REVIEW ISSUES RELATING TO FORM 8-K FILING, INCLUDING DISCUSSING ISSUES WITH A. KULIKOWSKI (0.4), REVIEW AND REVISE DISCLOSURE STATEMENT RESOLUTIONS (0.9).
HALPER A	11/20/07	0.40	COORDINATE OBTAINING SIGNATURES FOR FORM 8-K (0.4).

36.90

<del>HERRIOTT AV</del>	<del>11/05/07</del>	<del>1.80</del>	<del>DRAFT PRESENTATION FOR THE BOARD OF DIRECTORS RELATING TO PLAN OF REORGANIZATION (1.6); REVIEW AND REVISE TIMELINE (0.2).</del>
------------------------	---------------------	-----------------	--

1.80

KOHUT RD	11/01/07	0.70	REVIEW OF 10-Q (0.7).
KOHUT RD	11/02/07	2.80	REVIEW OF 10-Q. (0.4).

KOHUT RD	11/05/07	0.60	10-Q REVIEW (0.6) .
		<b>4.10</b>	
PILKINGTON C	11/01/07	2.00	REVIEW DRAFT 10-Q FOR Q3 2007 (1.3); COMMENTS ON "DASE" SECTION OF 10-Q AND REVIEW OF DASE PROCEEDINGS AND STATUS (0.7) .
		<b>2.00</b>	
PLATT SJ	11/07/07	2.50	REVIEW RECENT SEC FILINGS (2.5) .
PLATT SJ	11/08/07	3.30	REVIEW AND SUMMARIZE RECENT SEC FILINGS, INCLUDING 10Q (3.3) .
PLATT SJ	11/09/07	0.30	REVIEW AND SUMMARIZE RECENT SEC FILINGS (0.3) .
PLATT SJ	11/25/07	0.50	REVIEW AND SUMMARIZE SEC FILINGS (0.5) .
		<b>6.60</b>	
STUART NL	11/05/07	2.70	REVIEW AND REVISE 10Q BASED ON OCTOBER 29 POR AMENDMENTS AND NOVEMBER 1 DS OBJECTIONS (2.7) .
		<b>2.70</b>	
Total Associate		<b>72.70</b>	
TOTAL TIME		<b><u>115.90</u></b>	

Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 01/10/08  
Bill Number: 1206100

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	09/05/07	Cochran EL	-1,029.00
<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>			<b>\$-1,029.00</b>
In-house Reproduction	11/06/07	Copy Center, D	0.50
In-house Reproduction	11/09/07	Copy Center, D	2.70
In-house Reproduction	11/13/07	Copy Center, D	51.72
In-house Reproduction	11/13/07	Copy Center, D	269.78
In-house Reproduction	11/16/07	Copy Center, D	14.30
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$339.00</b>
Vendor Hosted Teleconferencing	10/06/07	Teleconferencing Services, LLC	23.89
Vendor Hosted Teleconferencing	10/14/07	Teleconferencing Services, LLC	4.54
Vendor Hosted Teleconferencing	11/14/07	Teleconferencing Services, LLC	14.57
<b>TOTAL VENDOR HOSTED TELECONFERENCING</b>			<b>\$43.00</b>
Air/Rail Travel (external)	11/11/07	Butler, Jr. J	159.00
<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>			<b>\$159.00</b>
Out-of-Town Travel	11/11/07	Butler, Jr. J	6.00
Out-of-Town Travel	11/11/07	Butler, Jr. J	76.64
Out-of-Town Travel	11/11/07	Butler, Jr. J	13.32
Out-of-Town Travel	11/11/07	Butler, Jr. J	39.04
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$135.00</b>
Messengers/ Courier	11/07/07	OSMIO	77.33
Messengers/ Courier	11/10/07	Dist Serv/Mail/Page, D	56.27
Messengers/ Courier	11/12/07	Dist Serv/Mail/Page, D	6.83
Messengers/ Courier	11/26/07	Dist Serv/Mail/Page, D	6.57
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$147.00</b>
Out-of-Town Meals	11/11/07	Butler, Jr. J	9.00

Disbursement	Date	Vendor/Employee/Dept.	Amount
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$9.00</b>
CLR/Disclosure	10/01/07	Global Securities	0.82
CLR/Disclosure	10/02/07	Global Securities	10.23
CLR/Disclosure	10/04/07	Global Securities	0.82
CLR/Disclosure	10/05/07	Global Securities	0.81
CLR/Disclosure	10/24/07	Global Securities	42.16
CLR/Disclosure	10/25/07	Global Securities	12.12
CLR/Disclosure	11/03/07	Global Securities	90.04
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$157.00</b>
		<b>TOTAL MATTER</b>	<b>\$-40.00</b>



Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 01/31/08  
Bill Number: 1208196

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	12/02/07	2.60	PREPARE FOR DECEMBER 3RD BOARD OF DIRECTOR SPECIAL COMMITTEE TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING REVIEW OF PRESENTATION MATERIALS AND DRAFTING OF TRANSMITTAL LETTER (1.2); TELECONFERENCE WITH R. O'NEAL RE: SAME (0.3); TELECONFERENCE WITH D. SHERBIN AND B. SHAW RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.2); EMAIL RE: BOARD/SPECIAL COMMITTEE MATTERS TO S. MILLER, R. O'NEAL, J. SHEEHAN AND D. SHERBIN (0.2); EMAILS FROM/TO S. MILLER RE: SAME (0.2); EMAILS FROM/TO A. BRILLIANT RE: GOODWIN NDA ISSUES (0.2).
BUTLER, JR. J	12/03/07	1.30	PREPARE FOR (0.4) AND PARTICIPATE IN (0.9) BOARD OF DIRECTORS SPECIAL COMMITTEE TELECONFERENCE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	12/04/07	1.10	OVERNIGHT WORK RE: COMMUNICATIONS PROGRAM INCLUDING DRAFT AND REVISE PRESS RELEASE (0.7); REVIEW WITH J. SHEEHAN AND S. CORCORAN AT COMPANY IN TROY (0.2); REVIEW AND REVISE BOARD UPDATE (0.2).
BUTLER, JR. J	12/06/07	0.30	PREPARE FOR DECEMBER 3RD BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	12/07/07	0.70	PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK CITY.
BUTLER, JR. J	12/10/07	2.90	PREPARE FOR (0.4) AND PARTICIPATE IN (1.3) DELPHI COMPENSATION COMMITTEE TELECONFERENCE MEETING; REVIEW NEXT STEPS AND EMAIL TO D. ALEXANDER RE ACTINS ITEMS TO PREPARE FOR DECEMBER 21ST COMPENSATION COMMITTEE MEETING (0.3); PREPARE FOR DECEMBER 11TH BOARD OF DIRECTORS TELECONFERENCE MEETING (0.7); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2).
BUTLER, JR. J	12/11/07	2.30	PREPARE FOR (0.4) AND PARTICIPATE IN (1.3) BOARD OF DIRECTORS TELECONFERENCE MEETING; CONTINUE TO WORK ON ACTIONS ITEMS FOR DECEMBER 21ST COMPENSATION COMMITTEE MEETING INCLUDING EMAILS FROM/TO D. SHERBIN (0.6).

BUTLER, JR. J	12/16/07	0.60	PREPARE FOR DECEMBER 17TH BOARD OF DIRECTORS MEETING AT COMPANY IN TROY (0.4); EMAILS FROM/TO R. O'NEAL RE SAME (0.2).
BUTLER, JR. J	12/17/07	1.10	PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) BOARD OF DIRECTORS MEETING AT COMPANY IN TROY.
BUTLER, JR. J	12/18/07	0.20	CONTINUE TO PREPARE FOR DECEMBER 21ST COMPENSATION COMMITTEE MEETING INCLUDING EMAILS FROM/TO N. BUBNOVICH AND D. SHERBIN (0.2).
BUTLER, JR. J	12/21/07	2.20	PREPARE FOR (0.4) AND PARTICIPATE IN (1.2) COMPENSATION COMMITTEE MEETING; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) SPECIAL COMMITTEE MEETING.
BUTLER, JR. J	12/23/07	0.30	REVIEW AND CONSIDER MATERIALS FROM C. NAYLOR RE: COMPENSATION COMMITTEE MATTERS (0.3).
BUTLER, JR. J	12/27/07	0.60	PREPARE FOR DECEMBER 27TH COMPENSATION COMMITTEE MEETING INCLUDING REVIEW OF MEETING MATERIALS (0.4); CONSIDER NDA MATTERS FOR PROSPECTIVE SENIOR EXECUTIVE (0.2).
BUTLER, JR. J	12/28/07	1.90	PREPARE FOR (0.3) AND PARTICIPATE IN (1.6) COMPENSATION COMMITTEE MEETING.
BUTLER, JR. J	12/30/07	0.10	EMAILS FROM/TO J. ENGLAR RE: COMPENSATION COMMITTEE MATTERS (0.1).

**18.20**

COCHRAN EL	12/03/07	1.60	PARTICIPATE IN BOARD MEETING (1.6).
COCHRAN EL	12/11/07	1.70	PARTICIPATE IN BOARD MEETING (1.7).
COCHRAN EL	12/17/07	0.90	PARTICIPATE IN BOARD MEETING (0.9).
COCHRAN EL	12/20/07	2.60	PREPARE FOR SPECIAL COMMITTEE CALL (2.6).
COCHRAN EL	12/21/07	1.20	PARTICIPATE ON SPECIAL COMMITTEE CALL (1.2).

**8.00**

MARAFIOTI KA	12/03/07	1.20	REVIEW BOARD MATERIAL (1.2).
--------------	----------	------	------------------------------

**1.20**

PANAGAKIS GN	12/11/07	<del>1.00</del>	<del>DRAFT PRESS RELEASE (1.0).</del>
--------------	----------	-----------------	---------------------------------------

**1.00**

<b>Total Partner</b>		<b>28.40</b>	
----------------------	--	--------------	--

<del>DANIELS SJ</del>	<del>12/17/07</del>	<del>2.80</del>	<del>DISCUSSION OF CHARTER DOCUMENTS; REVIEW OF SAME (2.8).</del>
<del>DANIELS SJ</del>	<del>12/18/07</del>	<del>5.70</del>	<del>CALL RE: COMMENTS ON CHARTER DOCUMENTS; REVIEW OF SAME (5.7).</del>

<del>DANIELS SJ</del>	<del>12/19/07</del>	<del>1.30</del>	<del>CALL RE: CHARTER DOCUMENTS (1.3).</del>
		<del>9.80</del>	
<b>Total Counsel</b>		<b>9.80</b>	
ARKUSS B	12/11/07	4.30	DRAFTING BOARD RESOLUTIONS (4.3).
ARKUSS B	12/12/07	2.10	DRAFT BOARD RESOLUTIONS (2.1).
		<b>6.40</b>	
BOUCHARD CJ	12/21/07	1.90	REVIEW AND REVISE DRAFT OF EXHIBITS TO WARRANT AGREEMENT (1.9).
		<b>1.90</b>	
GANITSKY DI	12/02/07	2.30	WORK ON BOARD DISTRIBUTION AND COVER MEMO AS WELL AS FOLLOW UP ACTION ITEMS (2.3).
GANITSKY DI	12/04/07	0.30	REVIEW 8-K RE: POR FILING (0.3).
GANITSKY DI	12/09/07	0.70	WORK ON 8-K RE: AMENDMENTS TO EPCA AND RIGHTS PLAN (0.7).
GANITSKY DI	12/10/07	0.50	MATTERS RE: SEC FILING OBLIGATIONS AND REVIEW 8-K LANGUAGE AS WELL AS CALLS WITH CLIENT (0.5).
GANITSKY DI	12/11/07	1.10	REVIEW 8-K DRAFTS AND COMMENT ON SAME (0.4) AND REVIEW PREVIOUS RESOLUTIONS RE: AUTHORITY MATTERS (0.7).
GANITSKY DI	12/12/07	0.70	MATTERS RE: INCORRECT 8-K FILING EXHIBIT AND CALLS WITH CLIENT RE: SAME (0.7).
GANITSKY DI	12/14/07	0.50	REVIEW AND REVISE RESOLUTIONS (0.5).
GANITSKY DI	12/18/07	0.70	ASSIST WITH 8-K AMENDMENT RE: STEERING AND RELATED RESEARCH (0.7).
GANITSKY DI	12/20/07	0.40	REVIEW STEERING 8-K (0.4).
		<b>7.20</b>	
HALPER A	12/02/07	2.30	ASSIST IN CREATING BOARD DOCUMENTS FOR DISTRIBUTION AND COVER NOTES (2.3).
HALPER A	12/04/07	0.70	DISCUSSION WITH M. LOEB RE: 10-K REVIEW STATUS (0.7).
HALPER A	12/06/07	1.30	DRAFT EPCA AND RIGHTS AGREEMENT 8-K (1.3).
HALPER A	12/09/07	0.30	REVISE FORM 8-K FOR EPCA AND RIGHTS AGREEMENT ((0.3).
HALPER A	12/10/07	2.90	CREATE FORM 8-K FOR EPCA AND RIGHTS AGREEMENT, CREATE EPCA AND RIGHTS AGREEMENT DOCUMENTS FOR 8-K FILINGS (2.9).
HALPER A	12/11/07	2.50	PREPARE BOARD RESOLUTIONS (1.7); ASSIST IN EXHIBIT PRODUCTION FOR FORM 8-K (0.8).

HALPER A	12/13/07	2.80	PREPARE BOARD RESOLUTION AND DISTRIBUTIONS FOR BOARD MEETING (2.8) .
HALPER A	12/19/07	0.30	REVIEW 8-K (0.3) .
HALPER A	12/21/07	1.90	ASSIST IN PREPARING FOR BOARD MEETING (1.9) .

**15.00**

PARK YM	12/21/07	1.50	COMPENSATION COMMITTEE CALL (1.5) .
PARK YM	12/28/07	1.30	COMPENSATION COMMITTEE CALL/MEETING (1.3) .

**2.80**

SUBER KM	12/02/07	0.20	DISTRIBUTE CORRESPONDENCE RE: 10-K TO DELPHI TEAM MEMBERS (0.1); REVISE THE 10-K DISTRIBUTION LIST (0.1) .
----------	----------	------	--

SUBER KM	12/03/07	1.40	REVIEW AND REVISE THE LIST OF REVIEWING ATTORNEYS FOR THE 2007 10-K (0.9); DISTRIBUTE THE LIST FOR FURTHER REVIEW AND COMMENT (0.2); CONFER WITH DELPHI TEAM MEMBERS RE: LIST OF REVIEWING ATTORNEYS (0.3) .
----------	----------	------	--

SUBER KM	12/11/07	0.40	CONFER WITH DELPHI TEAM MEMBERS RE: ADMINISTRATIVE MATTERS IN CONNECTION WITH THE 2007 10-K (0.4) .
----------	----------	------	---

**2.00**

<b>Total Associate</b>		<b>35.30</b>	
------------------------	--	--------------	--

<del>SHRAGO R</del>	<del>12/03/07</del>	<del>1.30</del>	<del>PREPARE AND DISTRIBUTE BOARD MEETING MATERIALS (1.3) .</del>
---------------------	---------------------	-----------------	---

**~~1.30~~**

<del>Total Legal Assistant</del>		<del>1.30</del>	
----------------------------------	--	-----------------	--

<b>TOTAL TIME</b>		<b><u>74.80</u></b>	
-------------------	--	---------------------	--

Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 01/31/08  
Bill Number: 1208196

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/11/07	Copy Center, D	51.44
In-house Reproduction	12/14/07	Copy Center, D	62.75
In-house Reproduction	12/21/07	Copy Center, D	0.81
In-house Reproduction	12/21/07	Copy Center, D	6.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$121.00</b>
Vendor Hosted Teleconferencing	12/16/07	Teleconferencing Services, LLC	17.09
Vendor Hosted Teleconferencing	12/21/07	Genesys Conferencing	113.42
Vendor Hosted Teleconferencing	12/21/07	Genesys Conferencing	104.49
		<b>TOTAL VENDOR HOSTED TELECONFERENCING</b>	<b>\$235.00</b>
Air/Rail Travel (external)	12/16/07	Butler, Jr. J	243.00
		<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>	<b>\$243.00</b>
Out-of-Town Travel	12/16/07	Butler, Jr. J	62.20
Out-of-Town Travel	12/16/07	Butler, Jr. J	55.81
Out-of-Town Travel	12/16/07	Butler, Jr. J	5.99
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$124.00</b>
Messengers/ Courier	12/20/07	Dist Serv/Mail/Page, D	60.53
Messengers/ Courier	12/20/07	Dist Serv/Mail/Page, D	43.73
Messengers/ Courier	12/20/07	Dist Serv/Mail/Page, D	26.59
Messengers/ Courier	12/30/07	Dist Serv/Mail/Page, D	24.15
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$155.00</b>
Out-of-Town Meals	12/16/07	Butler, Jr. J	9.00
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$9.00</b>
Internal Catering-NY	12/19/07	Butler, Jr. J	399.90
Internal Catering-NY	12/19/07	Butler, Jr. J	161.17
Internal Catering-NY	12/20/07	Butler, Jr. J	299.93

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL INTERNAL CATERING-NY	\$861.00
CLR/Disclosure	12/18/07	Global Securities	23.00
		TOTAL CLR/DISCLOSURE	\$23.00
		TOTAL MATTER	\$1,771.00

Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 02/29/08  
Bill Number: 1208154

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	01/01/08	0.40	EMAILS FROM/TO L. WILLIAMS RE: COMMUNICATIONS MATTERS (0.2); EMAILS FROM/TO C. NAYLOR AND R. MILCHOVICH RE: COMPENSATION COMMITTEE MATTERS (0.2).
BUTLER, JR. J	01/04/08	0.80	PREPARE FOR JANUARY 9TH BOARD OF DIRECTORS MEETING INCLUDING CONFERENCES WITH R. O'NEAL, D. SHERBIN AND J. SHEEHAN AT COMPANY IN TROY AND REVIEW OF INITIAL MATERIALS (0.4); REVIEW DISCLOSURE MATTERS AT COMPANY IN TROY WITH M. LOEB AND K. HEALEY (0.4).
BUTLER, JR. J	01/05/08	0.40	REVIEW AND REVISE DRAFT OF JANUARY 8TH PRESS RELEASE (0.4).
BUTLER, JR. J	01/06/08	0.30	CONTINUE TO CONSIDER DRAFT OF JANUARY 8TH PRESS RELEASE INCLUDING EMAILS FROM J. SHEEHAN, S. CORCORAN, M. LOEB AND K. HEALY (0.3).
BUTLER, JR. J	01/07/08	0.80	CONTINUE TO PREPARE FOR JANUARY 9TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW AND COMMENT ON PRESENTATION MATERIALS (0.6); BEGIN TO REVIEW COMPENSATION COMMITTEE MINUTES (0.2).
BUTLER, JR. J	01/08/08	1.20	REVIEW AND FINALIZE EXIT FINANCING PRESS RELEASE (0.4); CONTINUE TO PREPARE FOR JANUARY 9TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW AND FINALIZE PRESENTATION MATERIALS (0.8).
BUTLER, JR. J	01/09/08	1.70	PREPARE FOR (0.3) AND PARTICIPATE IN (1.4) BOARD OF DIRECTORS TELECONFERENCE MEETING.
BUTLER, JR. J	01/13/08	0.90	REVIEW AND REVISE MINUTES OF DECEMBER 28TH COMPENSATION COMMITTEE MEETING; PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) COMPENSATION COMMITTEE MEETING.
BUTLER, JR. J	01/16/08	0.30	REVIEW AND COMMENT ON DRAFT PRESS RELEASE (0.3).
BUTLER, JR. J	01/22/08	0.30	EMAILS FROM/TO D. SHERBIN RE: COMPENSATION COMMITTEE MATTERS AND INCLUDING PROPOSED JANUARY 24TH COMPENSATION COMMITTEE MEETING (0.3).

BUTLER, JR. J	01/23/08	3.40	PREPARE FOR (0.2) AND PARTICIPATE IN (1.5) BOARD OF DIRECTORS TELECONFERENCE; EMAILS FROM/TO D. SHERBIN RE: COMPENSATION COMMITTEE MATTERS AND FOLLOW-UP ON SAME (0.6); REVIEW AND REVISE PROPOSED PRESS RELEASE (0.8); TELECONFERENCES WITH D. SHERBIN AND L. WILLIAMS RE: SAME (0.3).
---------------	----------	------	---

BUTLER, JR. J	01/24/08	3.40	PREPARE FOR (0.2) AND PARTICIPATE IN (1.0) COMPENSATION COMMITTEE TELECONFERENCES; REVIEW DRAFT MINUTES (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) TELECONFERENCE WITH C. NAYLOR AND D. SHERBIN RE: SAME; TELECONFERENCES WITH R. O'NEAL (0.3) AND D. SHERBIN (0.4 AND 0.2) RE: SAME.
---------------	----------	------	--

**13.90**

COCHRAN EL	01/04/08	1.70	REVIEW SEC ISSUES RELATING TO 8K ISSUES (1.7).
------------	----------	------	--

COCHRAN EL	01/09/08	2.20	PARTICIPATE IN BOARD MEETING (1.5); REVIEW 8-K ISSUES (0.7).
------------	----------	------	--

COCHRAN EL	01/16/08	1.40	REVIEW 8-K ISSUES (1.4).
------------	----------	------	--------------------------

COCHRAN EL	01/23/08	3.40	REVIEW 8-K ISSUES (2.4); PARTICIPATE IN BOARD MEETING (1.0).
------------	----------	------	--

**8.70**

LEFF NM	01/21/08	2.50	CONTINUE REVIEW OF 10-K AND 8-K ISSUES (2.5).
---------	----------	------	---

LEFF NM	01/22/08	2.20	REVISE DISCLOSURE (2.2).
---------	----------	------	--------------------------

**4.70**

<b>Total Partner</b>		<b>27.30</b>	
----------------------	--	--------------	--

GANITSKY DI	01/04/08	1.30	ASSISTE A. HALPER WITH 8-K MATTERS AND SPLIT THE VOTE MATTERS REQUIRING EPCA REVIEW (0.8); CORRESPONDENCE (0.5).
-------------	----------	------	--

GANITSKY DI	01/07/08	1.10	MATTERS RE: POSSIBLE 8-K FILING AND FD ISSUES (1.1).
-------------	----------	------	--

GANITSKY DI	01/11/08	0.60	REVIEW MATERIALS AND PRESENTATIONS FOR POSSIBLE DISCLOSURE MATTERS (0.6).
-------------	----------	------	---

GANITSKY DI	01/14/08	0.80	REVIEW DRAFT 8-K AS WELL AS EXECUTIVE COMP DISCLOSURE (0.8).
-------------	----------	------	--

**3.80**

GRANT K	01/20/08	4.10	DRAFT 8-K FOR CONFIRMATION OF PLAN. (4.1).
---------	----------	------	--

GRANT K	01/21/08	3.90	CONTINUE TO WORK ON DRAFT 8-K FOR PLAN CONFIRMATION (3.9).
---------	----------	------	--

GRANT K	01/23/08	3.70	CONTINUE TO WORK ON 8-K FOR CONFIRMATION OF PLAN (3.7).
---------	----------	------	---

**11.70**



HALPER A	01/03/08	3.20	DISCUSS AND COORDINATE DISCLOSURE RELATING TO CADIZ (3.2).
HALPER A	01/04/08	1.90	REVIEW MOR 8-K (0.6); REVIEW PRESENTATIONS AND RESEARCH LAW FOR REG FD CONCERNS AND RELATED PUBLIC DISCLOSURE ISSUES (1.3).
HALPER A	01/07/08	0.60	REVIEW 8-K FILING ISSUES (0.6).
HALPER A	01/08/08	2.20	REVIEW 8-K ISSUES, INCLUDING CONVERSATION WITH M. LOEB AND A. BRADY (2.2).
HALPER A	01/09/08	2.10	REVIEW ISSUES RELATING TO POSSIBLE AUTO SHOW CONFERENCE (0.5); ADVISE J. BOWER ON 10-K TRENDS; REVIEW FINDINGS AND ASSIST IN WORK PRODUCT (1.6).
HALPER A	01/10/08	2.70	REVIEW REG FD ISSUES AND DISCUSS WITH M. LOEB (1.5); REVIEW 8-K FILING ISSUES (1.2).
HALPER A	01/11/08	0.60	ASSIST IN REVIEWING BOARD RESOLUTIONS AND RELATED ISSUES (0.6).
HALPER A	01/14/08	0.60	REVIEW 8-K FILING ISSUES (0.6).
HALPER A	01/15/08	4.60	REVIEW ISSUES RELATING TO 1.03 8-K (1.2) AND RESEARCH COMPARATIVE FILINGS (3.4).
HALPER A	01/16/08	2.80	REVIEW FORM 8-K FILING RULES AND COORDINATE WITH WORKING GROUP TO DISCUSS 8-K RULES (2.8).
HALPER A	01/17/08	4.20	COORDINATE 8-K FILING ISSUES INCLUDING CALLS WITH M. LOEB, INCLUDING OBTAINING PRECEDENT, RESEARCHING RULES ETC (4.2).
HALPER A	01/18/08	4.60	REVIEW FORM 8-K RULES AND COORDINATE WITH M. LOEB, INCLUDING REVIEWING PRECEDENT AND ENGAGING RULES CHECK TO ASSIST IN DRAFTING FORMS 8-K (4.6).
HALPER A	01/19/08	0.90	REVIEW 5.02 AND RELATED 8-K ISSUES (0.9).
HALPER A	01/20/08	1.30	REVIEW 8-K FILING ISSUES (1.3).
HALPER A	01/21/08	3.70	REVIEW CONFIRMATION 8-K, INCLUDING RELATED LEGAL RESEARCH AND COORDINATE DELIVERY OF EXHIBITS (3.7).
HALPER A	01/22/08	2.50	RESEARCH LEGAL ISSUES AND REVIEW, REVISE AND DISTRIBUTE FORM 8-K. (2.5).
HALPER A	01/23/08	3.20	COORDINATE 8-K FILINGS AND REVIEW RULES FOR FUTURE 8-K FILINGS (3.2).
HALPER A	01/24/08	4.10	REVIEW, REVISE AND COORDINATE 8-K COMMENTS, (4.1).
HALPER A	01/25/08	2.00	REVIEW, REVISE AND COORDINATE 8-K COMMENTS AND CONCERNS (2.0).

47.80

STUART NL	01/20/08	4.30	REVIEW FORM 8-KS AND BEGIN DRAFTING 8-K RELATED TO CONFIRMATION (4.3).
		<b>4.30</b>	
SUBER KM	01/03/08	4.90	REVIEW DELPHI 2007 10-K TO DETERMINE THE PRACTICE AREA EXPERTS SLATED TO REVIEW THE 10-K (2.0); BEGIN TO COMPILE THE LIST OF REVIEWING ATTORNEYS BY SECTION OF THE 10-K (2.9).
SUBER KM	01/04/08	2.00	CONTINUE REVISION TO THE 2007 10-K ATTORNEY TASK LIST (2.0).
SUBER KM	01/07/08	1.80	REVIEW THE DELPHI 2007 10-K (1.8).
		<b>8.70</b>	
<b>Total Associate</b>		<b>76.30</b>	

<del>BOWER J</del>	<del>01/07/08</del>	<del>4.60</del>	<del>RESEARCH RE: PRECEDENT 10-K AND 10-Q OF PREVIOUS COMPANIES EMERGING BANKRUPTCY (4.6).</del>
<del>BOWER J</del>	<del>01/08/08</del>	<del>4.30</del>	<del>RESEARCH RE: PRECEDENT 10-K AND 10-QS FILED POST EMERGENCE (4.3).</del>
<del>BOWER J</del>	<del>01/14/08</del>	<del>1.60</del>	<del>RESEARCH RE: POST EMERGENCE FORM 8-K FILINGS (1.6).</del>
<del>BOWER J</del>	<del>01/15/08</del>	<del>0.60</del>	<del>RESEARCH RE: POST EMERGENCE 8-K FILINGS (0.6).</del>
		<del>11.10</del>	
<del>Total Legal Assistant</del>		<del>11.10</del>	

**TOTAL TIME** **114.70**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP))  
General Corporate Advice

Bill Date: 02/29/08  
Bill Number: 1208154

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/11/08	Copy Center, D	2.40
In-house Reproduction	01/18/08	Copy Center, D	486.20
In-house Reproduction	01/25/08	Copy Center, D	4.40
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$493.00</b>
Reproduction - color	01/15/08	Copy Center, D	40.00
		<b>TOTAL REPRODUCTION - COLOR</b>	<b>\$40.00</b>
CLR/Disclosure	01/04/08	Global Securities	60.56
CLR/Disclosure	01/07/08	Global Securities	22.92
CLR/Disclosure	01/15/08	Global Securities	31.10
CLR/Disclosure	01/15/08	Global Securities	245.52
CLR/Disclosure	01/16/08	Global Securities	49.51
CLR/Disclosure	01/16/08	Global Securities	112.94
CLR/Disclosure	01/18/08	Global Securities	56.06
CLR/Disclosure	01/22/08	Global Securities	17.39
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$596.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,129.00</b>